

Andrew L. Morrison (AM 1071)  
Zoe F. Feinberg (ZF 7705)  
REED SMITH LLP  
599 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 521-5400

Michael E. Lowenstein (ML 5876)  
Kathleen M. K. Matthews (KM 9138)  
REED SMITH LLP  
435 Sixth Avenue  
Pittsburgh, Pennsylvania 15219  
Telephone: (412) 288-3131

*Attorneys for rue21, Inc.*

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----x  
PEGASUS INTEGRATED CONSULTING, CORP.,

Plaintiff,

Case No. 07 CV 3245 (WAP)

-against-

rue21, INC.

Defendant.

**AFFIDAVIT OF  
ANDREW L. MORRISON  
IN SUPPORT OF rue21  
INC.'S MOTION TO  
DISMISS THE  
COMPLAINT**

---

STATE OF NEW YORK )  
: ss.:  
COUNTY OF NEW YORK )

ANDREW L. MORRISON, being duly sworn, hereby deposes and says:

1. I am a member of the bar of this Court and a member of the law firm of Reed Smith LLP, counsel for defendant rue21, Inc. ("rue21"). I submit this affidavit (1) in support of rue21's motion for an Order either dismissing this action or transferring this action to the Western District of Pennsylvania; and (2) to place before the Court true and correct copies of documents referred to in the accompanying Memorandum of Law. I have personal knowledge of the facts set forth below.

2. Annexed hereto as Exhibit "A" is a true and correct copy of Plaintiff's counsel, Tony Chang, Esq.'s letter to the Honorable William H. Pauley, III, dated April 30, 2007.

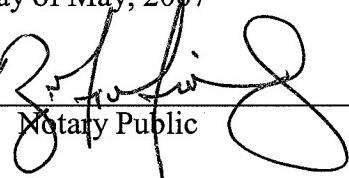
3. Annexed hereto as Exhibit "B" is a true and correct copy of Plaintiff Pegasus Integrated Consulting, Corp.'s complaint filed in this action.

WHEREFORE, defendant rue21 respectfully requests the Court to award rue21 the specific relief requested in the accompanying notice of motion and to award rue21 such further relief as the Court deems proper.



Andrew L. Morrison

Sworn to before me this  
29<sup>th</sup> day of May, 2007

  
\_\_\_\_\_  
Notary Public

ZOE FIONA FEINBERG  
Notary Public, State of New York  
No. 02FE6140862  
Qualified in New York County  
Commission Expires Feb. 13, 2010